

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK

THE MONEY SOURCE, INC.,

Plaintiff,

-against-

LOANCARE LLC,

Defendants.

**AFFIDAVIT IN RESPONSE
TO THE COURT'S JUNE 25,
2018 ORDER TO SHOW
CAUSE**

18-CV-03523 (SJF)(GRB)

STATE OF NEW YORK)
) ss.:
COUNTY OF NASSAU)

Andrew Cooper, being duly sworn, deposes and says:

1. I am a member of the law firm Mohen Cooper LLC, counsel for the plaintiff, The Money Source, Inc. ("TMS"), in the above-captioned matter, and I have personal knowledge of the facts and circumstances upon which this affirmation is based.

2. On June 15, 2018, TMS commenced this matter against the defendant, LoanCare, LLC ("LoanCare"), by the filing of the Complaint. ("Complaint" or "Compl"). Docket No. 1.

3. On June 20, 2018, TMS filed an Amended Complaint ("Amended Complaint" or "Am. Compl."). Docket No. 9.

4. The Amended Complaint sets forth that TMS is a New York Corporation with a principal place of business at 135 Maxess Road, Melville, Suffolk County, New York 11747.

Am. Comp. ¶ 1.

5. The Amended Complaint further alleges, upon information and belief, that LoanCare is a Virginia limited liability company with a principal place of business at 3637 Sentara Way, Virginia Beach, Virginia 23452. Am. Compl. ¶ 2.

6. Subject matter jurisdiction was asserted pursuant to 28 U.S.C. § 1332(a) (“Section 1332(a)”) based on diversity of citizenship between the parties. Am. Compl. ¶ 3.

7. On June 25, 2018, by way of Order to Show Cause [Docket No. 13], this Court Ordered TMS to submit a statement setting forth the residence of LoanCare’s members so a determination could be made as to whether there is a basis to exercise diversity jurisdiction under Section 1332(a) (the “Order to Show Cause”).

8. On July 12, 2018, TMS’s former counsel, Saul Ewing Arnstein & Lehr LLP, filed a Consent Order substituting myself and the law firm of Mohen Cooper LLC as TMS’s counsel.

9. On July 13, 2018, this Court granted the Consent Order.

10. In direct response to the Order to Show Cause, my office investigated the membership of LoanCare in greater detail, and found that, as set forth below, this Court may properly exercise diversity jurisdiction.

11. Upon information and belief, LoanCare has only one member, ServiceLink Holdings, LLC (“ServiceLink”), which is a Delaware limited liability company. ServiceLink’s registration information is available on the official website of the Delaware Department of State: Division of Corporations.

12. Upon information and belief, ServiceLink’s principal place of business is located at 1400 Cherrington Parkway, Moon Township, Pennsylvania 15108.

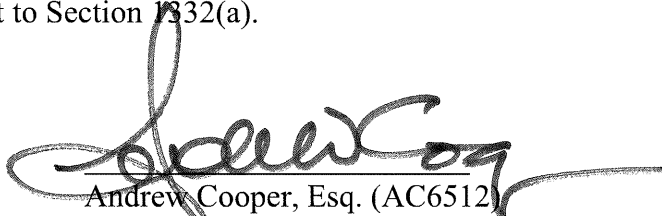
13. According to a Form S-4 filed on July 12, 2018 with the Securities and Exchange Commission, Fidelity National Financial, Inc. (“Fidelity National”) is a Delaware corporation and is a member of ServiceLink.

14. Upon information and belief, Fidelity National’s principal place of business is located in Jacksonville, Florida.

15. According to that same Form S-4, it appears that Thomas H. Lee Partners, L.P. (“THL”) has a minority membership in ServiceLink in the form of a redeemable noncontrolling interest.

16. Upon information and belief, THL is a Massachusetts limited partnership, with a principal place of business located in Boston, Massachusetts.

17. Given that TMS is a citizen of New York, and, upon information and belief, the sole citizenship of the member of LoanCare is a Delaware LLC that has a principal place of business in Pennsylvania (ServiceLink), which in turn, upon information and belief, is wholly owned by Fidelity National and THL, neither of which are citizens of New York, it is respectfully set forth that TMS has established the requisite grounds for this Court to exercise diversity jurisdiction over this matter pursuant to Section 1332(a).



Andrew Cooper, Esq. (AC6512)
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Sworn to before me this 19th
day of July, 2018



Notary Public

ANNE M. KRPATA
Notary Public, State of New York
No. #01KR4672019
Qualified in Nassau County
Commission Expires 6/31/20

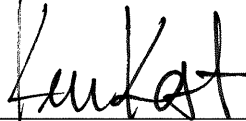
To: All Parties (via ecf)

AFFIRMATION OF SERVICE

Kenneth S. Kast, an attorney duly admitted to practice law before this Court, hereby affirms that, on July 19, 2018, I caused the foregoing Affidavit by Andrew Cooper in Response to the Court's June 25, 2018 Order to Show Cause, dated July 19, 2018, to be served upon the party listed below by electronic filing and regular mail:

Marlee Waxelbaum, Esq.
TROUTMAN SANDERS LLP
Attorneys for Defendant LoanCare, LLC
875 Third Avenue
New York, NY 10022

Dated: July 19, 2018
Woodbury, NY 11797



Kenneth S. Kast (KK9354)